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3. Alpine is incorporated under the laws of Florida, and its principal place of business is located in Pompano Beach, Florida. Alpine is registered to do business in South Dakota and is doing business in South Dakota.

4. Alpine is in the business of supplying products and services for the building component market, including devices that aid in the engineering and manufacture of structural trussing.

5. This Court has subject matter jurisdiction over this action pursuant to 28 U.S.C. §§ 1331 and 1338, as TIPS seeks relief regarding matters encompassed by the Patent Act, and has jurisdiction under 28 U.S.C. § 2201 in that TIPS seeks the declaration of its rights related to patents held by Alpine.

6. This Court has jurisdiction over Alpine based upon its business activities in South Dakota.

7. Venue is proper in this district under 28 U.S.C. §§ 1391 and 1400(b).

8. TIPS has invented and developed a product, named the Wizard, which aids in the production of structural trussing. It is an apparatus that consists of an automated system of movable jig stops used in conjunction with truss assembly tables.

9. TIPS holds two patents related to the Wizard: USP 6,712,347 issued on March 30, 2004, and USP 6,899,324 issued on May 31, 2005.

10. On or about October 2004, TIPS began manufacturing and marketing the Wizard.

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11. Alpine holds two patents on devices that aid in the production of structural trussing: USP 5,092,028 issued on March 3, 1992, and USP 4,943,038 issued on July 24, 1990 (collectively “the ‘028 and ‘038 Patents”).

Count 1: Declaration of Non-Infringement

12. Plaintiff restates all previous allegations and incorporates them herein by reference.

13. Upon information and belief, Alpine is informing the truss industry that the Wizard infringes upon the Alpine ‘028 and ‘038 Patents and that Alpine will commence legal action to protect its patent rights.

14. As a result of Alpine’s charges of infringement, uncertainty is being created in the marketplace regarding the Wizard, and TIPS’s ability to market the Wizard is being hindered.

15. Due to the threat of the Alpine ‘028 and ‘038 Patents, a potential TIPS customer has refused to purchase the rights to the Wizard unless TIPS agreed to indemnify and hold it harmless from patent infringement claims.

16. As a result of Alpine’s charges of infringement and the uncertainty in the industry created by the Alpine ‘028 and ‘038 Patents, TIPS is suffering and will continue to suffer pecuniary and irreparable harm, including lost sales of the Wizard and loss of goodwill in the industry.

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17. As a result of Alpine's charges of infringement, TIPS fears and reasonably apprehends that Alpine will commence infringement litigation against TIPS for manufacturing and marketing the Wizard.

18. TIPS believes that the Wizard does not fall within the literal scope of the claims in the '028 or '038 Patents, and that the Wizard does not infringe the claims of the '028 or '038 Patents under the doctrine of equivalents.

19. This Court should terminate TIPS' uncertainty regarding its manufacture and sale of the Wizard, and afford TIPS relief from the threat of infringement litigation that has arisen as a result of Alpine's charges of infringement of the '028 and '038 Patents by declaring that the Wizard does not infringe upon the Patents.

20. Accordingly, TIPS asks the Court to enter judgment declaring that its manufacture and sale of the Wizard does not fall within the literal scope of the '028 or '038 Patents, and does not infringe upon either Patent under the doctrine of equivalents.

Count 2--Declaration of Inequitable Conduct

20. Plaintiff restates all previous allegations and incorporates them herein by reference.

21. In prosecuting the '028 and '038 Patents before the United States Patent and Trademark Office, Alpine engaged in inequitable conduct.

22. As a result of Alpine's inequitable conduct, the '028 and '038 Patents are invalid.

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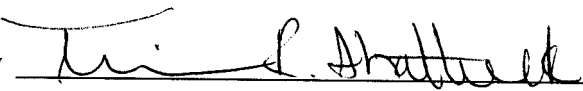
23. Accordingly, TIPS asks the Court to enter a judgment declaring that the Alpine '028 and '038 Patents are invalid due to Alpine's inequitable conduct, and that TIPS manufacture and sale of the Wizard therefore does not infringe upon any of the claims in the Patents.

WHEREFORE, TIPS demands that this Court enter judgment:

1. Declaring that TIPS's manufacture and sale of the Wizard does not infringe upon Alpine's '028 and '038 Patents;
2. Declaring that Alpine be restrained from instituting any action against TIPS regarding infringement of the '028 and '038 Patents, and further restrained from charging infringement against TIPS;
3. Declaring that the '028 and '038 Patents are invalid due to Alpine's inequitable conduct in prosecuting the Patents before the United States Patent and Trademark Office; and
4. Awarding TIPS its costs and disbursements herein, including its attorneys' fees, and any other relief deemed appropriate by the Court under the circumstances.

Dated at Sioux Falls, South Dakota, this 18th day of December, 2005.

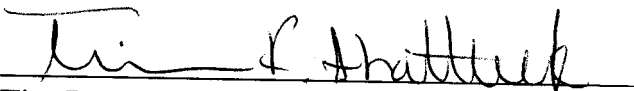
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PLAINTIFF REQUESTS A TRIAL BY JURY ON ALL ISSUES OF FACT.

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